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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

UP BUSINESS INC.

F. CHESSEY SEP 15 1998

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|-----------------------|---------|
| Certificate of Status | 1 |
| Certified Copy | 0 |
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ATTN: FREIDA CHESSEY



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 15, 1998

FAS-T CORP AGENTS INC

SUBJECT: UP BUSINESS INC.
REF: W98000020955

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal office and/or a mailing address in the document.

If you have any further questions concerning your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

FAX Aud. #: H98000017083
Letter Number: 298A00046591

ARTICLES OF INCORPORATION
OF

UP BUSINESS INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: UP BUSINESS INC.

The principal place of business of this corporation shall be:

129 N.W. 106th Avenue, Plantation, Fl 33324

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

1,000 Shares \$1.00 Par Value

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Edmundo A Balthazar A. Lomba
SMDB Conj. 03 Lote 07 Casa "C"
Lago Sul, Brasilia-DF

ALEXANDRE PAIVA
. 129 N.W. 106th Avenue
Plantation, Fl 33324

Prepared by: Alexandre Paiva
129 N.W. 106th. Avenue
Plantation, Fl 33324
(954) 424-3062

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TALLAHASSEE, FLORIDA

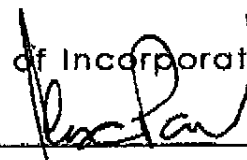
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Alexandre Paiva
129 N.W. 106th. Avenue
Plantation, Fl 33324

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 14th. day of September, 1998

Signature(s) of Incorporator(s)



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

UP BUSINESS INC

2. The name and address of the registered agent and office is:

Alexandre Paiva
129 N.W. 106th AVENUE PLANTATION, FL 33324
(P.O. BOX NOT ACCEPTABLE)

U.S.A.

(CITY/STATE/ZIP)

SIGNATURE

TITLE

DATE

DIRECTOR

09/11/98

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE

09/14/98